



1
2
3
4
Entered on Docket
June 20, 2006

A handwritten signature in black ink, appearing to read "R. B. Riegle".

Hon. Linda B. Riegle
United States Bankruptcy Judge

5
6
7 STUTMAN, TREISTER & GLATT, P.C. SHEA & CARLYON, LTD.
FRANK A. MEROLA JAMES PATRICK SHEA
(CA State Bar No. 136934) (Nevada State Bar No. 000405)
8 EVE H. KARASIK CANDACE C. CARLYON
(CA State Bar No. 155356) (Nevada State Bar No. 002666)
9 CHRISTINE M. PAJAK SHLOMO S. SHERMAN
(CA State Bar No. 217173) (Nevada State Bar No. 009688)
10 1901 Avenue of the Stars, 12th Floor 233 South Fourth Street, Second Floor
11 Los Angeles, CA 90067 Las Vegas, Nevada 89101
12 Telephone: (310) 228-5600 Telephone: (702) 471-7432
13 E-mail: fmerola@stutman.com E-mail: jshea@sheacarlyon.com
ekarasik@stutman.com ccarlyon@sheacarlyon.com
cpajak@stutman.com ssherman@sheacarlyon.com

14
15 *Counsel for the Official Committee of Equity Security Holders of
USA Capital First Trust Deed Fund, LLC*

16 **UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA**

17 In re:) BK-S-06-10725-LBR
18 USA COMMERCIAL MORTGAGE COMPANY) Chapter 11
Debtor)
19 In re:) BK-S-06-10726-LBR
20 USA CAPITAL REALTY ADVISORS, LLC,) Chapter 11
Debtor)
21 In re:) BK-S-06-10727-LBR
22 USA CAPITAL DIVERSIFIED TRUST DEED FUND, LLC,) Chapter 11
Debtor)
23 In re:) BK-S-06-10728-LBR
24 USA CAPITAL FIRST TRUST DEED FUND, LLC,) Chapter 11
Debtor.)
25 In re:) BK-S-06-10729-LBR
26 USA SECURITIES, LLC,) Chapter 11
Debtor.)

27 **ORDER APPROVING SHEA & CARLYON EMPLOYMENT APPLICATION**

1 Affects)
 2)
 3 All Debtors) Date: June 5, 2006
 4 USA Commercial Mortgage Co.) Time: 9:30 a.m.
 5 USA Securities, LLC) Place: Courtroom #2
 6 USA Capital Realty Advisors, LLC)
 7 USA Capital Diversified Trust Deed)
 8 USA First Trust Deed Fund, LLC)

9

10 **ORDER AUTHORIZING OFFICIAL COMMITTEE OF EQUITY SECURITY**
 11 **HOLDERS OF USA CAPITAL FIRST TRUST DEED FUND, LLC TO EMPLOY**
 12 **SHEA & CARLYON, LTD. AS ITS SPECIAL NEVADA COUNSEL EFFECTIVE**
 13 **MAY 10, 2006**

14 **(AFFECTS CASE NO. 06-10728 - USA CAPITAL FIRST TRUST DEED FUND, LLC)**

15 This matter having come on for hearing on the Application (the "Application") for
 16 Order Appointed Shea & Carlyon, Ltd. as Special (Nevada) Counsel for the Official
 17 Committee of Equity Security Holders of USA Capital First Trust Deed Fund, LLC (the "First
 18 Trust Deed Committee"); Candace C. Carlyon, Esq. of the law firm of Shea & Carlyon, Ltd.
 19 appearing on behalf of the First Trust Deed Committee; and other appearances being noted on
 20 the record; and the Court having considered the Application and the Amendment thereto; the
 21 Declaration and the Statement of Disinterestedness of James Patrick Shea, Esq. in support
 22 thereof; the various oppositions and replies thereto; the pleadings, papers and records on file
 23 in this matter; and all objections having been withdrawn; and good cause appearing:

24 IT IS HEREBY ORDERED that the Application is granted and the First Trust Deed
 25 Committee is authorized to employ the law firm of Shea & Carlyon, Ltd. as its special Nevada
 26 counsel herein on the terms set forth in the Application, the Amendment thereto, and the
 27 Declaration thereon, effective as of May 10, 2006.

1 SUBMITTED BY:

2 SHEA & CARLYON, LTD.

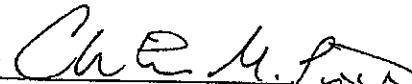
3 

4 JAMES PATRICK SHEA, ESQ.
5 CANDACE C. CARLYON, ESQ.
6 SHLOMO S. SHERMAN, ESQ.
7 233 South Fourth Street, 2nd Floor
Las Vegas, NV 89101

8 *Special Nevada Counsel for the Official
Committee of Equity Security Holders of
USA Capital First Trust Deed Fund, LLC*

10 APPROVED/DISAPPROVED BY:

11 STUTMAN, TREISTER & GLATT, P.C.

12 

13 FRANK A. MEROLA, ESQ.
14 EVE H. KARASIK, ESQ.
15 CHRISTINE M. PAJAK, ESQ.
16 1901 Avenue of the Stars, 12th Floor
Los Angeles, CA 90067

17 *Counsel for the Official Committee of
Equity Security Holders of
USA Capital First Trust Deed Fund, LLC*

1 APPROVED/DISAPPROVED BY:

2 GORDON & SILVER, LTD

3

 GERALD M. GORDON, ESQ.
4 GREGORY E. GARMAN, ESQ.
5 3960 Howard Hughes Pkwy, 9th Floor
6 Las Vegas, NV 89109

7 *Counsel for Official Committee of Holders of
8 Executory Contract Rights of
9 USA Commercial Mortgage Company*

10 APPROVED/DISAPPROVED BY:

11 ORRICK, HERRINGTON & SUTCLIFFE LLP

12

 MARC A. LEVINSON, ESQ.
13 LYNN TRINKA ERNCE, ESQ.
14 400 Capitol Mall, Suite 3000
15 Sacramento, California 95814-4407

16 *[Proposed] Counsel for Official Committee of Equity
17 Security Holders of
18 USA Capital Diversified Trust Deed Fund, LLC*

1 SUBMITTED BY:

2 SHEA & CARLYON, LTD.

3
4 JAMES PATRICK SHEA, ESQ.
5 CANDACE C. CARLYON, ESQ.
6 SHLOMO S. SHERMAN, ESQ.
7 233 South Fourth Street, 2nd Floor
Las Vegas, NV 89101

8 *Special Nevada Counsel for the Official
Committee of Equity Security Holders of
USA Capital First Trust Deed Fund, LLC*

APPROVED/DISAPPROVED BY:

GORDON & SILVER, LTD



GERALD M. GORDON, ESQ.
GREGORY E. GARMAN, ESQ.
3960 Howard Hughes Pkwy, 9th Floor
Las Vegas, NV 89109

*Counsel for Official Committee of Holders of
Executive Contract Rights of
USA Commercial Mortgage Company*

10 APPROVED/DISAPPROVED BY:

11 STUTMAN, TREISTER & GLATT, P.C.

12 APPROVED/DISAPPROVED BY:

13 ORRICK, HERRINGTON & SUTCLIFFE LLP

14 FRANK A. MEROLA, ESQ.
15 EVE H. KARASIK, ESQ.
16 CHRISTINE M. PAJAK, ESQ.
17 1901 Avenue of the Stars, 12th Floor
Los Angeles, CA 90067

18 *Counsel for the Official Committee of
Equity Security Holders of
USA Capital First Trust Deed Fund, LLC*

19 MARC A. LEVINSON, ESQ.
20 LYNN TRINKA ERNCE, ESQ.
21 400 Capitol Mall, Suite 3000
22 Sacramento, California 95814-4407

23 *[Proposed] Counsel for Official Committee of Equity
24 Security Holders of
25 USA Capital Diversified Trust Deed Fund, LLC*

1 | SUBMITTED BY:

APPROVED/DISAPPROVED BY:

2 | SHEA & CARLYON, LTD.

GORDON & SILVER, LTD

4 JAMES PATRICK SHEA, ESQ.
5 CANDACE C. CARLYON, ESQ.
6 SHLOMO S. SHERMAN, ESQ.
233 South Fourth Street, 2nd Floor
Las Vegas, NV 89101

GERALD M. GORDON, ESQ.
GREGORY E. GARMAN, ESQ.
3960 Howard Hughes Pkwy, 9th Floor
Las Vegas, NV 89109

8 *Special Nevada Counsel for the Official
Committee of Equity Security Holders of
USA Capital First Trust Deed Fund, LLC*

*Counsel for Official Committee of Holders of
Executory Contract Rights of
USA Commercial Mortgage Company*

APPROVED/DISAPPROVED BY:

APPROVED/DISAPPROVED BY:

STUTMAN, TREISTER & GLATT P.C.

OBRIEN, HERRINGTON & SUTCLIFFE LLP

14 FRANK A. MEROLA, ESQ.
15 EVE H. KARASIK, ESQ.
16 CHRISTINE M. PAJAK, ESQ.
1901 Avenue of the Stars, 12th Floor
Los Angeles, CA 90067

MARC A. LEVINSON, ESQ.
LYNN TRINKA ERNCE, ESQ.
400 Capitol Mall, Suite 3000
Sacramento, California 95814-4407

17 *Counsel for the Official Committee of*
18 *Equity Security Holders of*
USA Capital First Trust Deed Fund, LLC

[Proposed] Counsel for Official Committee of Equity
Security Holders of
USA Capital Diversified Trust Deed Fund, LLC

1 APPROVED/DISAPPROVED BY:

2 LEWIS AND ROCA, LLP

RL Ch

3
4 ROB CHARLES, ESQ.
5 SUSAN M. FREEMAN, ESQ.
6 3993 Howard Hughes Parkway, 6th Floor
Las Vegas, Nevada 89109

7 *[Proposed] Counsel for Official Committee of*
Unsecured Creditors of USA Commercial
Mortgage Company

APPROVED/DISAPPROVED BY:

SCHWARTZER & MCPHERSON LAW FIRM

LENARD SCHWARTZER, ESQ.
JEANETTE E. MCPHERSON, ESQ.
2850 South Jones Boulevard, Suite 1,
Las Vegas, NV 89146

Counsel for the Debtors

9
10 APPROVED/DISAPPROVED BY:

11 OFFICE OF THE U.S. TRUSTEE

12
13 AUGUST B. LANDIS
14 Office of the United States Trustee
15 300 Las Vegas Boulevard, Suite 4300
Las Vegas, NV 89101

16 Assistant United States Trustee

17

18

19

20

21

22

23

24

25

26

27

28

1 APPROVED/DISAPPROVED BY:

2 LEWIS AND ROCA, LLP

3

4 ROB CHARLES, ESQ.
5 SUSAN M. FREEMAN, ESQ.
6 3993 Howard Hughes Parkway, 6th Floor
Las Vegas, Nevada 89109

7 *[Proposed] Counsel for Official Committee of
8 Unsecured Creditors of USA Commercial
Mortgage Company*

9

10 APPROVED/DISAPPROVED BY:

11 OFFICE OF THE U.S. TRUSTEE

12

13 AUGUST B. LANDIS
14 Office of the United States Trustee
300 Las Vegas Boulevard, Suite 4300
Las Vegas, NV 89101

15 Assistant United States Trustee

16

17

18

19

20

21

22

23

24

25

Order Authorizing Official Committee of Equity Security Holders of USA Capital First Trust Deed Funds, LLC
26 to Employ Shea & Carlyon, Ltd. as Its Special Nevada Counsel Effective May 10, 2006 (Affects Case No. 06-
10728 - USA Capital First Trust Deed Fund, LLC)

27

28

APPROVED/DISAPPROVED BY:

SCHWARTZER & MCPHERSON LAW FIRM


LENARD SCHWARTZER, ESQ.
JEANETTE E. MCPHERSON, ESQ.
2850 South Jones Boulevard, Suite 1,
Las Vegas, NV 89146

Counsel for the Debtors

1 APPROVED/DISAPPROVED BY:

2 LEWIS AND ROCA, LLP

1 APPROVED/DISAPPROVED BY:

2 SCHWARTZER & MCPIERSON LAW FIRM

3

4 ROB CHARLES, ESQ.
5 SUSAN M. FREEMAN, ESQ.
6 3993 Howard Hughes Parkway, 6th Floor
7 Las Vegas, Nevada 89109

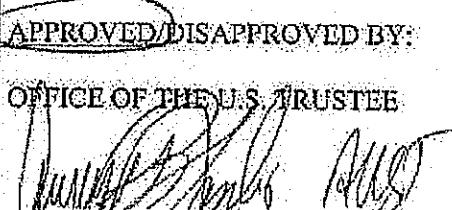
LENARD SCHWARTZER, ESQ.
JEANETTE E. MCPIERSON, ESQ.
2850 South Jones Boulevard, Suite 1,
8 Las Vegas, NV 89146

9
10 [Proposed] Counsel for Official Committee of
11 Unsecured Creditors of USA Commercial
12 Mortgage Company

13 Counsel for the Debtors

14 APPROVED/DISAPPROVED BY:

15 OFFICE OF THE U.S. TRUSTEE

16 
17 AUGUST P. LANDIS
18 Office of the United States Trustee
19 300 Las Vegas Boulevard, Suite 4300
20 Las Vegas, NV 89101

21 Assistant United States Trustee

22

23

24

25

26

27

28

RULE 9021 DECLARATION

In accordance with Local Rule 9021, the undersigned certifies:

- The Court waived the requirements of LR 9021.
- I have delivered a copy of proposed order to all attorneys and unrepresented parties who appeared at the hearing regarding this matter and/or who filed a written objection and each has:
 - approved the form of this order;
 - waived the right to review this order; and/or
 - failed to file and serve papers in accordance with LR 9021(c).
- I have delivered a copy of this proposed order to all attorneys and unrepresented parties who appeared at the hearing regarding this matter and/or who filed a written objection and all have either approved the form of this order, waived the right to review the order, failed to file and serve papers in accordance with LR 9021(c) and the following have disapproved the order:

Rob Charles, Esq.
LEWIS AND ROCA, LLP
3993 Howard Hughes Parkway, 6th Floor
Las Vegas, Nevada 89109

No opposition was filed to the motion and no other party or counsel appeared at the hearing.

DATED this 16th day of June, 2006.

SHEA & CARLYON, LTD.

JAMES PATRICK SHEA, ESQ.
CANDACE C. CARLYON, ESQ.
SHLOMO S. SHERMAN
233 South Fourth Street, Second Fl.

111